

# **EXHIBIT A**

140 West Street  
7<sup>th</sup> Floor  
New York, NY 10007  
Tel (212) 519-4716  
Fax (212) 962-1687  
keefe.b.clemons@verizon.com



**Keefe B. Clemons**  
VP & General Counsel, State Regulatory Affairs –  
East Region

April 15, 2019

Hon. Lovely A. Warren  
Mayor, City of Rochester  
City Hall, Room 309A  
Rochester, NY 14614

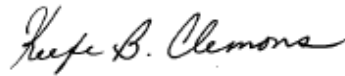
**Re: City of Rochester Ordinance No. 2019-34, New Chapter 106 of the Municipal Code Regarding Telecommunications Facilities in the Right-of-Way**

Dear Mayor Warren,

On February 20, 2019, the City of Rochester (“Rochester” or the “City”) adopted Ordinance No. 2019-34 (the “Ordinance”), amending the Municipal Code to add a new Chapter 106, the “Telecommunications Code of the City of Rochester, New York.” As providers of wireless and wireline communications services in Rochester, Cellco Partnership, d/b/a Verizon Wireless, and its affiliates providing landline communications services (together “Verizon”) are significantly affected by the Ordinance and are concerned that many of its provisions would deter us from investing in and deploying wireless and wireline facilities in the City. On January 10, 2019, we wrote you, stating that the draft legislation adding new Chapter 106 (the “Proposed Ordinance”) “would, by substantially increasing the costs and administrative burdens associated with use of the City’s rights-of-way, deter the deployment of advanced network facilities in the City” and that the proposal was “in direct conflict with applicable law, including recent developments in federal law relating to the siting of small wireless facilities.” In an effort to resolve these concerns with the Proposed Ordinance, on February 7, 2019, we sent your staff proposed amendments, which, among other things, aligned the provisions of the Proposed Ordinance with federal law. Specifically, we proposed in one amendment to revise “Article IV. Fees and Compensation” to ensure that recurring fees for use of the City’s rights-of-way, including for the deployment of small wireless facilities, would comply with the federal law’s requirement that these fees must be (1) a reasonable approximation of the City’s costs for use of the City’s rights-of-way, (2) based on only objectively reasonable costs, and (3) no higher than fees charged to similarly-situated competitors in similar situations. In adopting the Ordinance, the City did not include this proposed amendment nor other amendments that would have ensured the Ordinance is consistent with federal law. Verizon is now writing you to inquire whether it is the City’s position that the fees and compensation set forth in Article IV of the Ordinance would comply with federal law, including by ensuring recurring fees for use of the City’s rights-of-way are cost-based and include only objectively reasonable costs. We also would like to

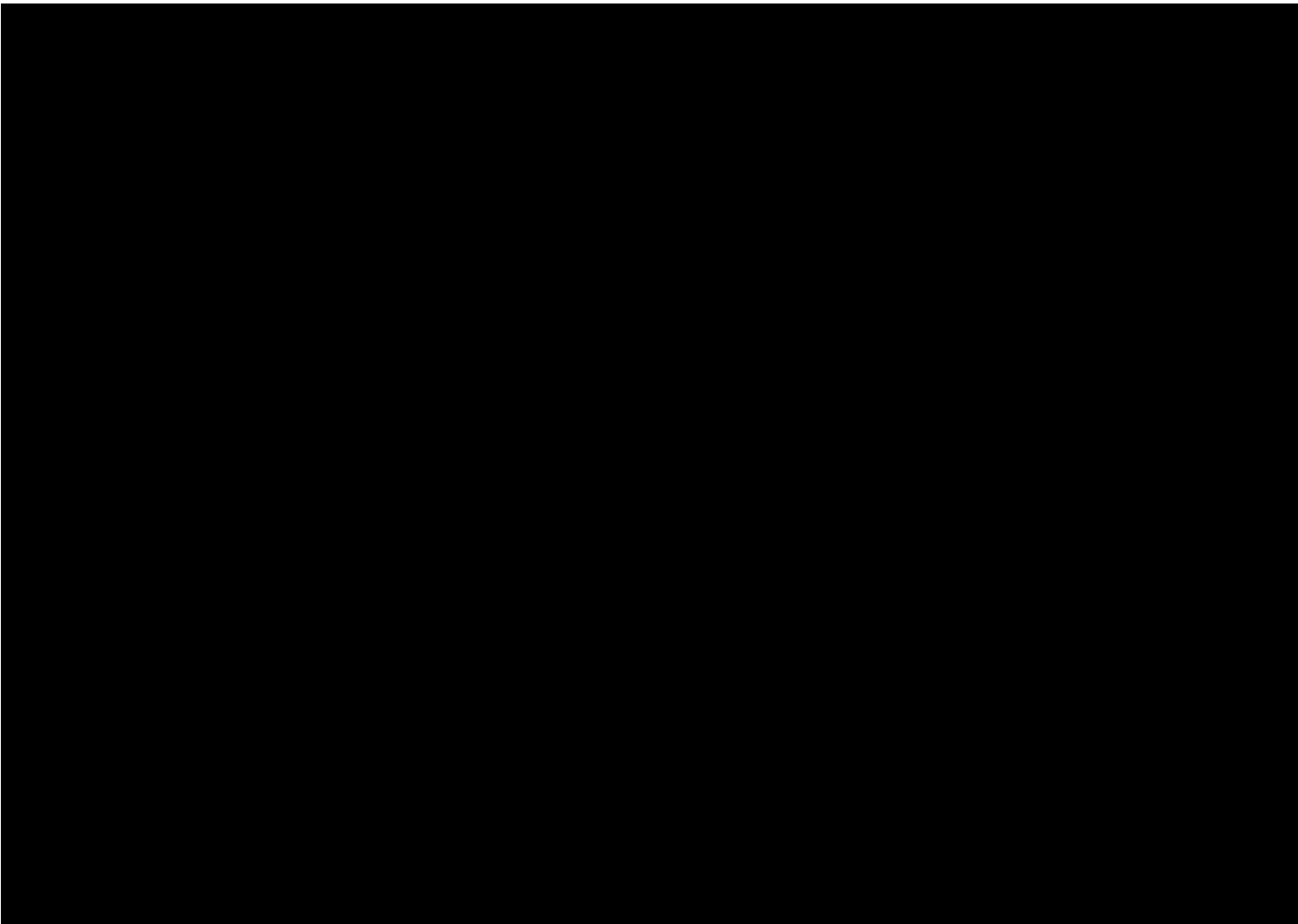
know whether it is the City's position that the recurring fees for pole attachments in its proposed Pole Attachment Agreement comply with federal law. In both instances, if you believe the City is in compliance, we respectfully request that you provide us with support for the City's position. Consumers in Rochester rely on wireless services and are constantly asking Verizon to expand and upgrade our network to provide higher performance services with more innovative capabilities and greater reliability. We are eager to respond, most especially by deploying small cell "5G capable" and related fiber facilities in Rochester. Your responses to our inquiries will affect Verizon's decisions to deploy these facilities in the City. We respectfully request that you respond by April 29th. Please let me know if you have any questions.

Sincerely,

A handwritten signature in cursive script that reads "Keefe B. Clemons".

Keefe B. Clemons

## **EXHIBIT B**



Keefe - Thanks for your recent note to Mayor Warren. Though your questions were perhaps rhetorical, we want to assure Verizon and all telecom providers that we have concluded that our permit fees and recurring fees for use of the City's rights of way, including those for pole attachments related to the deployment of small wireless facilities, comply with all federal law requirements and limitations. You understand that requesting justifiable reimbursement from our telecom providers appropriately shifts that burden away from the City's taxpayers who would otherwise incur those costs irrespective of whether or not they are also a Verizon customer. It would be an unfair burden to place solely on our taxpayers.

You are aware we amended our proposed Code earlier this year to more closely align with the recent FCC Broadband Deployment Ruling and based on comments and requests received from industry wireless providers, including Verizon. We conducted a number of meetings with Verizon and other telecom providers. We took all questions into account and revised our draft provisions to the extent we considered appropriate.

We hope that you understand our responsibilities to our taxpayers and we look forward to further discussions regarding Verizon's facilities in our City. Thank you.



Timothy R. Curtin

Corporation Counsel

City of Rochester

30 Church Street, Room 400

Rochester, NY 14614

(585) 428-7741

[Tim.Curtin@CityofRochester.Gov](mailto:Tim.Curtin@CityofRochester.Gov)

--

NOTICE: This message is intended only for the use of the addressee(s) and may contain privileged and/or confidential information. IF IT WAS SENT TO YOU BY MISTAKE, DO NOT READ IT. Instead, please notify the sender by reply e-mail and delete this message. Unauthorized use, dissemination, forwarding, or copying of this message is strictly prohibited. Thank you.

## **EXHIBIT C**



## City of Rochester

Department of Law  
City Hall Room 400A, 30 Church Street  
Rochester, New York 14614-1295  
[www.cityofrochester.gov](http://www.cityofrochester.gov)

**Johanna F. Brennan**  
Municipal Attorney

July 30, 2019

(by e-mail and regular mail)

Verizon  
Keefe B. Clemens  
Vice President and General Counsel  
Regulatory Affairs-Northeast  
140 West Street  
7<sup>th</sup> Floor  
New York, NY 10007

Re: City of Rochester Master License Agreement

Dear Mr. *Keefe* Clemens:

On February 29, 2019, the Rochester City Council adopted the Telecommunications Code of the City of Rochester ("Code"), (Ordinance No. 2019-34, found at Chapter 106 of the Rochester City Code). Among the stated purposes of the Code is to "promote the development of a state-of-the-art telecommunications structure" in the City of Rochester ("City"), while ensuring that disruption and damage to the public right-of-way from the installation of telecommunications facilities is minimized and mitigated and that the City is fairly and reasonably compensated for the use of the right-of-way.

The Code establishes procedures which are intended to provide a clear and expedited process for the review and approval of proposed telecommunications facility installations, along with requirements that allow the City to obtain information necessary for the management and protection of the public right-of-way and a reasonable and competitively neutral, non-discriminatory schedule of fees for use of the right-of-way.

The first procedural requirement of the Code is the "Registration Application", found at Section 106-5, which requires all telecommunications providers to register and provide information about their company, primarily contact information, and about their existing and proposed facilities in the right-of-way. This information is needed to allow the City to protect and manage the right-of-way. Given the increasing use of the right-of-way for telecommunications deployment, this information is critical not only for the City's operations but for the benefit of all occupants of the right-of-way, to





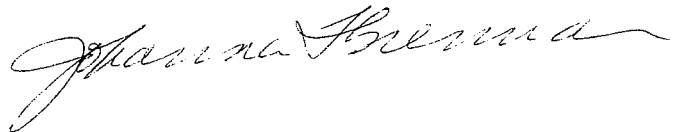
protect against damage to or interference with other right-of-way users. You are urged to commence the Registration process as soon as possible.

The next procedural requirements established in the Code are the "Master License Agreement and Permits" found in Article III. The Code describes the concurrent processes of the submission of permit applications, which are issued by the City Engineer's office and involve the technical requirements of the City Code and the City's Rules and Regulations for Work in the Right-of-Way, as adopted by the City Engineer, and the Master License Agreement, a legal document that includes many of the terms and conditions of the Code as well as other contractual requirements and is processed by the City Law Department.

As noted above, the Code was adopted on February 29, 2019 and it went into effect on April 1, 2019. Section 106-2 of the Code states that "all (p)ersons or entities subject to this chapter shall have **six months** to achieve compliance, including Registration and associated requirements, completion of a Master License Agreement, completed Permit applications as necessary, and payment of all fees and compensation due to the City that accrued as of the effective date of this chapter", specifically, until **October 1, 2019**.

The time for compliance with the Code is fast approaching. For your convenience and to start the process, I have attached copies of the City's Master License Agreement form and the Telecommunications Code. You will note that there is information about your company that you must provide in the first two "Whereas" clauses as well as contact information later in the document. Please review the Master License Agreement and call or email me at [Johanna.brennan@cityofrochester.gov](mailto:Johanna.brennan@cityofrochester.gov), with any questions. I look forward to working with you and assisting you with the mutual goal of promoting telecommunications infrastructure growth in the City of Rochester.

Very truly yours,

A handwritten signature in cursive script, appearing to read "Johanna Brennan", written in dark ink.

Johanna F. Brennan  
Municipal Attorney